

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D  
Under the Securities Exchange Act of 1934

(Amendment No. 2 )\*

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20th Century Industries

-----  
(Name of Issuer)

Common Stock, Without Par Value

-----  
(Title of Class of Securities)

901272 20 3

-----  
(CUSIP Number)

Florence Davis, General Counsel  
American International Group, Inc.  
70 Pine Street, NYC, NY 10270 (212) 770-7000

-----  
(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications)

January 9, 1998

-----  
(Date of Event which Requires Filing of this Statement)

If a filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box [ ].

NOTE: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

-----  
CUSIP NO. 901272 20 3  
-----

-----  
1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

American International Group, Inc.  
IRS No. 13-2592361

-----  
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [ ]  
(b) [ ]

-----  
3. SEC USE ONLY

-----  
4. SOURCE OF FUNDS

WC, OO

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

[ ]

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Incorporated in the State of Delaware

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

7. SOLE VOTING POWER

8. SHARED VOTING POWER  
36,754,369

9. SOLE DISPOSITIVE POWER

10. SHARED DISPOSITIVE POWER  
36,754,369

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING  
PERSON

36,754,369

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES

[ ]

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

42.0%

14. TYPE OF REPORTING PERSON

HC, CO

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CUSIP NO. 901272 20 3

1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

American Home Assurance Company  
IRS No. 13-5124990

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) [ ]  
(b) [ ]

3. SEC USE ONLY

4. SOURCE OF FUNDS

OO

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

[ ]

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Incorporated in the State of New York

7. SOLE VOTING POWER  
-----  
NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH  
8. SHARED VOTING POWER  
9,322,713  
-----  
9. SOLE DISPOSITIVE POWER  
-----  
10. SHARED DISPOSITIVE POWER  
9,322,713  
-----  
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING  
PERSON  
9,322,713  
-----  
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES  
[ ]  
-----  
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
10.7%  
-----  
14. TYPE OF REPORTING PERSON  
IC, CO  
-----

-----  
CUSIP NO. 901272 20 3  
-----

1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
Commerce & Industry Insurance Company  
IRS No. 31-1938623  
-----  
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [ ]  
(b) [ ]  
-----  
3. SEC USE ONLY  
-----  
4. SOURCE OF FUNDS  
OO  
-----  
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) [ ]  
-----  
6. CITIZENSHIP OR PLACE OF ORGANIZATION  
Incorporated in the State of New York  
-----

7. SOLE VOTING POWER  
-----  
NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH  
8. SHARED VOTING POWER  
5,414,828  
-----  
9. SOLE DISPOSITIVE POWER  
-----  
10. SHARED DISPOSITIVE POWER

5,414,828

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,414,828

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

[ ]

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

6.2%

14. TYPE OF REPORTING PERSON

IC, CO

-4-

CUSIP NO. 901272 20 3

1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

New Hampshire Insurance Company  
IRS No. 02-0172170

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [ ]  
(b) [ ]

3. SEC USE ONLY

4. SOURCE OF FUNDS

OO

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) [ ]

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Incorporated in the State of Pennsylvania

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7. SOLE VOTING POWER
	8. SHARED VOTING POWER 5,414,828
	9. SOLE DISPOSITIVE POWER
	10. SHARED DISPOSITIVE POWER 5,414,828

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,414,828

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

[ ]

-----  
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

6.2%

-----  
14. TYPE OF REPORTING PERSON

IC, CO  
-----

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-----  
CUSIP NO. 901272 20 3  
-----

-----  
1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

National Union Fire Insurance Company of Pittsburgh, Pa.  
IRS No. 25-0687550  
-----

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [ ]  
(b) [ ]  
-----

3. SEC USE ONLY  
-----

4. SOURCE OF FUNDS

WC, OO  
-----

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

[ ]  
-----

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Incorporated in the State of Pennsylvania  
-----

7. SOLE VOTING POWER

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

-----  
8. SHARED VOTING POWER  
16,602,000  
-----

9. SOLE DISPOSITIVE POWER  
-----

10. SHARED DISPOSITIVE POWER  
16,602,000  
-----

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING  
PERSON

16,602,000  
-----

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES

[ ]  
-----

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

19.0%  
-----

14. TYPE OF REPORTING PERSON

IC, CO  
-----

ITEM 1. SECURITY AND ISSUER.

This statement amends the statement on Schedule 13D dated December 16, 1994, as amended by Amendment No. 1 to Schedule 13D dated March 23, 1995 ("Schedule 13D"), previously filed by American International Group, Inc., a Delaware corporation ("AIG"), relating to the common stock, without par value ("Common Stock"), of 20th Century Industries, a California corporation (the "Company"). The principal executive offices of the Company are located at 6301 Owensmouth Avenue, Woodland Hills, California 91367.

Each capitalized term used in this statement which is defined in the Schedule 13D shall have the meaning ascribed in the Schedule 13D.

On January 9, 1998, the Board of Directors of the Company resolved that Salomon Smith Barney be authorized to explore the feasibility of strategic alternatives that may be available to the Company to protect and enhance shareholder value, including, without limitation, a business combination with AIG or other third parties. Mr. Robert Sandler, one of AIG's two representatives serving on the Company's Board of Directors, abstained from voting with respect to such resolution, and Mr. Howard Smith, AIG's other representative, was absent from the meeting. However, Mr. Sandler communicated to the Board of Directors that, while AIG would be willing to discuss the possibility of its acquiring the Company, AIG was not currently interested in selling its interests in the Company, or in a sale of the Company, to a third party. In response to prior inquiries of the Company's Board of Directors, AIG and the Company have from time to time discussed the Company's and AIG's relationship, including the possible acquisition of the Company by AIG, and such discussions may occur hereafter.

AIG from time to time may acquire additional shares of Common Stock, including in such amounts that AIG may obtain ownership of more than 50% of the outstanding shares of Common Stock and thereby control the Company. Such acquisitions may be accomplished through one or more of the following methods: purchases of shares of Common Stock in the open market (on the New York Stock Exchange ("NYSE") or other exchanges or over-the-counter), in privately negotiated transactions or in other secondary transactions, including tender offers ("Secondary Market Purchases"); conversions of the Series A Preferred Stock into Common Stock; exercises of the Series A Warrants to obtain Common Stock; and a negotiated agreement with the Company to acquire all of the outstanding shares of Common Stock, by merger or otherwise. Any such purchases, conversions, exercises or negotiated agreement will depend upon AIG's evaluation at such time of the Company's operating results and prospects, the market price for the Common Stock, the purchase price applicable to such a negotiated agreement or Secondary Market Purchases and other factors, and there can be no assurance that any such purchase, conversion, exercise or agreement will occur or, if they occur, the timing or

extent thereof. The Transfer Restrictions in the Company's Restated Articles of Incorporation generally restrict Secondary Market Purchases and exercises of Warrants prior to February 16, 1998, subject to various exceptions contained therein.

AIG would file notification(s) under the Hart-Scott-Rodino Antitrust Improvements Act in order to permit the foregoing to the extent necessary. AIG would make any negotiated acquisition of the Company or Secondary Market Purchases itself.

ITEM 2. IDENTITY AND BACKGROUND.

(a) through (c). This statement is filed by AIG, on behalf of itself and the AIG Subs.

AIG is a holding company which through its subsidiaries is primarily engaged in a broad range of insurance and insurance-related activities and financial services in the United States and abroad. AIG's primary activities

through its subsidiaries include both general and life insurance operations. Each of the AIG Subs is a multiple line insurance company which writes substantially all lines of property and casualty insurance in all states of the United States and abroad. The principal executive offices of AIG and each of the AIG Subs are located at 70 Pine Street, New York, New York 10270.

A list of the directors and executive officers ("Covered Persons") of AIG, American Home, Commerce & Industry, National Union, New Hampshire, SICO, The Starr Foundation and Starr, their business addresses and principal occupations is attached hereto as Exhibit A. Each of the Covered Persons is a citizen of the United States, except Messrs. Johnson, Manton, Milton, Sullivan and Tse, who are British subjects, Messrs. Cohen and McMillan, who are Canadian citizens, and Mr. Sakai, who is a Japanese citizen.

(d) and (e). During the last five years, none of AIG, SICO, The Starr Foundation, Starr, American Home, Commerce & Industry, National Union and New Hampshire, or any of the Covered Persons, has (i) been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violations with respect to such laws.

#### ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

(a)-(b) If executed on the NYSE or other exchanges or in the over-the-counter market, the purchase prices for Secondary Market Purchases will be market prices when executed. With respect to any privately negotiated

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transactions, the purchase price and form of consideration will be as negotiated between AIG and the Company or, if applicable, the seller. With respect to any tender offers, the purchase price will be as specified in the tender offer materials.

AIG would pay cash for Secondary Market Purchases. The aggregate amount of funds necessary to effectuate Secondary Market Purchases is not determinable, as it is dependent upon (i) the purchase prices discussed above and (ii) the number of shares of Common Stock purchased. AIG would obtain funding for any Secondary Market Purchases internally from working capital or, if external funding were used, from the capital markets in the form of commercial paper or medium term notes.

In the case of conversion of the Series A Preferred Stock, the consideration for the shares of Common Stock obtained by AIG would be the Series A Preferred Stock. Each share of Series A Preferred Stock is convertible into approximately 88.26 shares of Common Stock (equivalent to a conversion price of \$11.33 per share). In the case of exercise of the Series A Warrants, the cash consideration to the Company would be \$9.10 per share or, assuming full exercise of the Series A Warrants, \$145.6 million. The aggregate consideration for the Common Stock underlying the Series A Warrants may be obtained internally from working capital or from external funding as indicated above with respect to Secondary Market Purchases.

#### ITEM 4. PURPOSE OF TRANSACTION.

(a). See discussion in Item 1.

(b) through (j). AIG currently has no plans or proposals to change the present Board of Directors or management of the Company or to change the Company's dividend policy, capitalization, certificate of incorporation or by-laws; however, AIG may from time to time reevaluate the desirability of proposing changes to the composition of the Company's Board of Directors to increase AIG's representation thereon. AIG currently has no plans or proposals with respect to a reorganization, liquidation, sale of material assets or similar transaction involving the Company. See Item 1 for discussion concerning the possibility of AIG's acquisition of the Company by merger or otherwise. AIG believes that any Secondary Market Purchases it may make of the Company's Common Stock will not result in delisting of the shares of Common Stock from the New York Stock Exchange.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

(a). Each AIG Sub's current ownership

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interests in the Company and the Common Stock are as shown in the following table:

AIG Sub (and state of domicile)	Number of Shares	Number of Shares of Common Stock Obtainable Upon Conversion/ Exercise	Percentage of Fully Diluted Shares of Common Stock Outstanding (1)
American Home Assurance Company (New York)	102,250 shares of Series A Preferred Stock(2)	9,024,713	10.32%
	298,000 shares of Common Stock(4)	298,000	0.34
Commerce & Industry Insurance Company (New York)	61,350 shares of Series A Preferred Stock(2)	5,414,828	6.19
New Hampshire Insurance Company (Pennsylvania)	61,350 shares of Series A Preferred Stock(2)	5,414,828	6.19
National Union Fire Insurance Company of Pittsburgh, Pa. (Pennsylvania)	16 Million Series A Warrants(3)	16,000,000	18.29
	602,000 shares(5) of Common Stock	602,000	0.69
	Total Common Shares	36,754,369	42.02

(1) Based on the number of shares of Common Stock outstanding as of October 23, 1997 (51,629,861 shares) as reported by the Company in its Quarterly Report on Form 10-Q for the nine months ended September 30, 1997, as adjusted to give effect to the issuance of shares of Common Stock issuable on full conversion of the 224,950 shares of Series A Preferred Stock and on full exercise of the 16 million Series A Warrants.

(2) The aggregate number of shares of Series A Preferred Stock owned by the AIG Subs is 224,950, representing 200,000 shares purchased at the time of the initial investment in December 1994, 20,000 shares purchased in March 1995 when the Investment Agreement was amended and 4,950 shares issued as a pay-in-kind dividend by the Company in 1995. To date, the AIG Subs have not converted any shares of Series A Preferred Stock. The aggregate number of shares of Common Stock obtainable upon full conversion is 19,854,369 (or 22.69% of fully converted shares).

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(3) The 16 million Series A Warrants were purchased at the time of the initial investment in December 1994 and to date the AIG Subs have not exercised any Series A Warrants.

(4) Purchased prior to November, 1991.

(5) Purchased prior to June, 1994.

(b) AIG and each AIG Sub share voting and dispositive power as to the securities owned by such AIG Sub.

(c). AIG, American Home, Commerce and Industry, National Union, New Hampshire, SICO, The Starr Foundation and Starr, and, to the best of each of their knowledge, the Covered Persons, have not engaged in any transactions in the Common Stock within the past 60 days.

(d) and (e). Not applicable.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS & RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

Contracts, arrangements, understandings and relationships with respect to the securities of the Company consist of the Investment Agreement, the Series A Warrant, the Certificate of Determination, the Certificate of Amendment, the By-Laws, the Quota Share Agreements and the Registration Rights Agreement and the Amendment, each of which was attached as an exhibit to the Schedule 13D. All of such contracts, arrangements, understandings and relationships are incorporated herein in their entirety by reference.

In addition, Section 5.2 of the Investment Agreement provided that AIG and the Company would enter into one or more joint ventures in the form of a separate subsidiary or subsidiaries to engage in the Company's business outside of California. The Company and AIG established one such venture in Arizona, 20th Century Insurance Company of Arizona. AIG understands that in 1997 the Company decided to proceed to engage in business outside California without AIG as a partner.

As of February 15, 1997, the Company began offering renewal of policies for 68,000 homeowner insurance customers. The Company is complying with California's requirement to offer earthquake coverage to those customers through a separate residential earthquake insurance policy underwritten and issued by American Home Assurance Company, one of the AIG Subs.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

(A) List of Covered Persons

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(B) Exhibits A through F and H to the Schedule 13D dated December 16, 1994 previously filed by American International Group, Inc., a Delaware corporation ("AIG"), relating to the common stock, without par value ("Common Stock"), of 20th Century Industries, a California corporation (the "Company") are incorporated herein by reference.

(C) Exhibit A to Amendment No. 1 to Schedule 13D dated March 23, 1995 previously filed by AIG relating to the Common Stock of the Company is incorporated herein by reference.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 20, 1998

AMERICAN INTERNATIONAL GROUP, INC.

By: \_\_\_\_\_

AMERICAN HOME ASSURANCE COMPANY

By: \_\_\_\_\_

COMMERCE AND INDUSTRY INSURANCE COMPANY

By: \_\_\_\_\_

NATIONAL UNION FIRE INSURANCE COMPANY  
OF PITTSBURGH, PA.

By: \_\_\_\_\_

NEW HAMPSHIRE INSURANCE COMPANY

By: \_\_\_\_\_

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EXHIBIT INDEX

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- (A) List of Covered Persons
- (B) Exhibits A through F and H to the Schedule 13D dated December 16, 1994 previously filed by American International Group, Inc., a Delaware corporation ("AIG"), relating to the common stock, without par value ("Common Stock"), of 20th Century Industries, a California corporation (the "Company") are incorporated herein by reference.
- (C) Exhibit A to Amendment No. 1 to Schedule 13D dated March 23, 1995 previously filed by AIG relating to the Common Stock of the Company is incorporated herein by reference.

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## AMERICAN INTERNATIONAL GROUP, INC.

## DIRECTORS

M. Bernard Aidinoff	Sullivan & Cromwell 125 Broad Street New York, New York 10004
Lloyd M. Bentsen	Verner Liipfert Bernhard McPherson & Hand 2600 Texas Commerce Tower 600 Travis Street Suite 2600 Houston, Texas 77002
Pei-yuan Chia	298 Bedford - Banksville Road Bedford, New York 10506
Marshall A. Cohen	Cassels, Brock & Blackwell 40 King Street West 20th Fl. Toronto, Ontario M5H 3C2
Barber B. Conable, Jr.	P.O. Box 218 Alexander, New York 14005
Martin S. Feldstein	National Bureau of Economic Research, Inc. 1050 Massachusetts Avenue Cambridge, Massachusetts 02138
Leslie L. Gonda	International Lease Finance Corporation 1999 Avenue of the Stars Los Angeles, California 90067
Evan G. Greenberg	American International Group, Inc. 70 Pine Street New York, New York 10270
M. R. Greenberg	American International Group, Inc. 70 Pine Street New York, New York 10270
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Carla A. Hills	Hills & Company 1200 19th Street, N.W. - 5th Fl. Washington, DC 20036
Frank J. Hoenemeyer	7 Harwood Drive Madison, New Jersey 07940
Edward E. Matthews	American International Group, Inc. 70 Pine Street New York, New York 10270
Dean P. Phypers	220 Rosebrook Road New Canaan, Connecticut 06840
Howard I. Smith	American International Group, Inc. 70 Pine Street New York, New York 10270
Thomas R. Tizzio	American International Group, Inc.

70 Pine Street  
New York, New York 10270

Edmund S.W. Tse

American International Assurance  
Co., Ltd.  
1 Stubbs Road  
Hong Kong

Frank G. Wisner

American International Group, Inc.  
70 Pine Street  
New York, New York 10270

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AMERICAN INTERNATIONAL GROUP, INC.

EXECUTIVE OFFICERS

M.R. Greenberg  
70 Pine Street  
New York, New York 10270

Chairman & Chief Executive Officer

Thomas R. Tizzio  
70 Pine Street  
New York, New York 10270

Senior Vice Chairman - General  
Insurance

Edward E. Matthews  
70 Pine Street  
New York, New York 10270

Vice Chairman - Investments &  
Financial Services

Edmund S.W. Tse  
American International  
Assurance Co., Ltd.  
1 Stubbs Road  
Hong Kong

Vice Chairman - Life Insurance

Frank G. Wisner  
70 Pine Street  
New York, New York 10270

Vice Chairman - External Affairs

Evan G. Greenberg  
70 Pine Street  
New York, New York 10270

President & Chief Operating Officer

Edwin A.G. Manton  
70 Pine Street  
New York, New York 12070

Senior Advisor

John J. Roberts  
70 Pine Street  
New York, New York 10270

Senior Advisor

Ernest E. Stempel  
70 Pine Street  
New York, New York 10270

Senior Advisor

Robert B. Sandler  
70 Pine Street  
New York, New York 10270

Executive Vice President - Senior  
Casualty Actuary & Senior Claims Officer

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Howard I. Smith  
70 Pine Street  
New York, New York 10270

Executive Vice President, Chief  
Financial Officer & Comptroller

Lawrence W. English  
70 Pine Street

Senior Vice President - Administration

New York, New York 10270

Axel I. Freudmann  
72 Wall Street  
New York, New York 10270

Senior Vice President - Human Resources

Win J. Neuger  
70 Pine Street  
New York, New York 10270

Senior Vice President & Chief  
Investment Officer

Martin J. Sullivan  
70 Pine Street  
New York, New York 10270

Senior Vice President -  
Foreign General Insurance

Florence A. Davis  
70 Pine Street  
New York, New York 10270

Vice President & General Counsel

William N. Dooley  
70 Pine Street  
New York, New York 10270

Vice President & Treasurer

Robert E. Lewis  
70 Pine Street  
New York, New York 10270

Vice President & Chief Credit Officer

Frank Petralito II  
70 Pine Street  
New York, New York 10270

Vice President & Director of Taxes

Kathleen E. Shannon  
70 Pine Street  
New York, New York 10270

Vice President, Secretary &  
Associate General Counsel

John T. Wooster, Jr.  
72 Wall Street  
New York, New York 10270

Vice President - Communications

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STARR INTERNATIONAL COMPANY, INC.

EXECUTIVE OFFICERS & DIRECTORS

Houghton Freeman  
Director

1880 Mountain Road, #14  
Stowe, Vermont 05672

Evan G. Greenberg  
Director

70 Pine Street  
New York, New York 10270

Maurice R. Greenberg  
Director & Chairman of  
the Board

70 Pine Street  
New York, New York 10270

Joseph C.H. Johnson  
Director, President  
& Treasurer

American International Building  
Richmond Road  
Pembroke 543 Bermuda

Edwin A.G. Manton  
Director

70 Pine Street  
New York, New York 10270

Edward E. Matthews  
Director

70 Pine Street  
New York, New York 10270

L. Michael Murphy  
Director, Vice President  
& Secretary

American International Building  
Richmond Road  
Pembroke 543 Bermuda

John J. Roberts  
Director

70 Pine Street  
New York, New York 10270

Robert M. Sandler Director	70 Pine Street New York, New York 10270
Howard I. Smith Director	70 Pine Street New York, New York 10270
Ernest E. Stempel Director	70 Pine Street New York, New York 10270
Thomas R. Tizzio Director	70 Pine Street New York, New York 10270
Edmund S.W. Tse Director	1, Stubbs Road Hong Kong

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THE STARR FOUNDATION  
EXECUTIVE OFFICERS & DIRECTORS

M.R. Greenberg Director and Chairman	70 Pine Street New York, New York 10270
T.C. Hsu Director and President	70 Pine Street New York, New York 10270
Marion Breen Director and Vice President	70 Pine Street New York, New York 10270
John J. Roberts Director	70 Pine Street New York, New York 10270
Ernest E. Stempel Director	70 Pine Street New York, New York 10270
Houghton Freeman Director	1880 Mountain Road, #14 Stowe, Vermont 05672
Edwin A.G. Manton Director	70 Pine Street New York, New York 10270
Gladys Thomas Vice President	70 Pine Street New York, New York 10270
Frank Teng Treasurer	70 Pine Street New York, New York 10270
Ida Galler Secretary	70 Pine Street New York, New York 10270

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C.V. STARR & CO., INC.  
EXECUTIVE OFFICERS & DIRECTORS

Houghton Freeman Director	1880 Mountain Road, #14 Stowe, Vermont 05672
E.G. Greenberg Director & Executive Vice President	70 Pine Street New York, New York 10270
Maurice R. Greenberg Director, President & Chief Executive Officer	70 Pine Street New York, New York 10270

Edwin A.G. Manton Director	70 Pine Street New York, New York 10270
Edward E. Matthews Director, Senior Vice President & Secretary	70 Pine Street New York, New York 10270
John J. Roberts Director	70 Pine Street New York, New York 10270
Robert M. Sandler Director & Vice President	70 Pine Street New York, New York 10270
Howard I. Smith Director & Senior Vice President	70 Pine Street New York, New York 10270
Ernest E. Stempel Director	70 Pine Street New York, New York 10270
Thomas R. Tizzio Director & Senior Vice President	70 Pine Street New York, New York 10270
Edmund S.W. Tse Director & Senior Vice President	1, Stubbs Road Hong Kong
Gary Nitzsche Treasurer	70 Pine Street New York, New York 10270

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AMERICAN HOME ASSURANCE COMPANY

DIRECTORS

Michael J. Castelli	American Home Assurance Company 70 Pine Street New York, New York 10270
Charles Dangelo	American International Group, Inc. 70 Pine Street New York, New York 10270
Florence A. Davis	American International Group, Inc. 70 Pine Street New York, New York 10270
Evan G. Greenberg	American International Group, Inc. 70 Pine Street New York, New York 10270
M.R. Greenberg	American International Group, Inc. 70 Pine Street New York, New York 10270
Larry D. Hollen	American International Group, Inc. 70 Pine Street New York, New York 10270
John G. Hughes	American Home Assurance Company 70 Pine Street New York, New York 10270
David M. Hupp	American Home Assurance Company 70 Pine Street New York, New York 10270
Edwin A.G. Manton	American International Group, Inc.

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Christian M. Milton  
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Thomas R. Tizzio  
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70 Pine Street  
New York, New York 10270

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AMERICAN HOME ASSURANCE COMPANY

EXECUTIVE OFFICERS

Thomas R. Tizzio  
70 Pine Street  
New York, New York 10270  
Chairman of the Board

B. Michael Schlenke  
70 Pine Street  
New York, New York 10270  
Vice Chairman

Larry D. Hollen  
70 Pine Street  
New York, New York 10270  
President

Timothy P. Mitchell  
70 Pine Street  
New York, New York 10270  
Executive Vice President

Kristian P. Moor  
Executive Vice President

70 Pine Street  
New York, New York 10270

Michael J. Castelli  
70 Pine Street  
New York, New York 10270

Senior Vice President & Treasurer

Frank H. Douglas, Jr.  
70 Pine Street  
New York, New York 10270

Senior Vice President & Actuary

David M. Hupp  
70 Pine Street  
New York, New York 10270

Senior Vice President

William R. Jacobi  
70 Pine Street  
New York, New York 10270

Senior Vice President

Vincent J. Masucci  
777 S. Figueroa Street  
18th Floor  
Los Angeles, California 90017

Senior Vice President

Edward E. Matthews  
70 Pine Street  
New York, New York 10270

Senior Vice President

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John F. Schumacher  
70 Pine Street  
New York, New York 10270

Senior Vice President

David J. Walsh  
70 Pine Street  
New York, New York 10270

Senior Vice President & General Counsel

Mark T. Willis  
500 W. Madison Street  
Chicago, Illinois 60661

Senior Vice President

Robert Beier  
70 Pine Street  
New York, New York 10270

Vice President

John J. Blumenstock  
70 Pine Street  
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Vice President & Assistant Comptroller

Lawrence W. Carlstrom  
70 Pine Street  
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Vice President

John G. Colona  
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Vice President

Robert K. Conry  
70 Pine Street  
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Vice President

Brian S. Frisch  
70 Pine Street  
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Vice President & Assistant Comptroller

Kumar Gursahaney  
70 Pine Street  
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Vice President & Comptroller

Harold S. Jacobowitz  
70 Pine Street

Vice President

New York, New York 10270

Dee R. Klock  
70 Pine Street  
New York, New York 10270

Vice President

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Gary A. McMillan  
70 Pine Street  
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Vice President

Robert B. Meyer  
70 Pine Street  
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Vice President

Christian M. Milton  
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Vice President

Win J. Neuger  
70 Pine Street  
New York, New York 10270

Vice President

David B. Pinkerton  
70 Pine Street  
New York, New York 10270

Vice President

Elizabeth M. Tuck  
70 Pine Street  
New York, New York 10270

Secretary

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COMMERCE & INDUSTRY INSURANCE COMPANY

DIRECTORS

Joseph L. Boren  
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New York, New York 10270

Michael J. Castelli  
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M.R. Greenberg  
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John G. Hughes  
American International Group, Inc.  
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Win J. Neuger  
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70 Pine Street  
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B. Michael Schlenke  
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Howard I. Smith  
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Thomas R. Tizzio  
American International Group, Inc.  
70 Pine Street  
New York, New York 10270

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COMMERCE & INDUSTRY INSURANCE COMPANY

EXECUTIVE OFFICERS

Thomas R. Tizzio 70 Pine Street New York, New York 10270	Chairman of the Board & Chief Executive Officer
Joseph L. Boren 70 Pine Street New York, New York 10270	President
Michael J. Castelli 70 Pine Street New York, New York 10270	Senior Vice President & Treasurer
Robert K. Conry 70 Pine Street New York, New York 10270	Senior Vice President
Frank H. Douglas, Jr. 70 Pine Street New York, New York 10270	Senior Vice President
David M. Hupp 70 Pine Street New York, New York 10270	Senior Vice President
Vincent J. Masucci 777 S. Figueroa Street 18th Floor Los Angeles, California 90017	Senior Vice President
Edward E. Matthews	Senior Vice President - Finance

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David J. Walsh  
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Senior Vice President  
& General Counsel

Robert Beier  
70 Pine Street  
New York, New York 10270

Vice President

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John J. Blumenstock  
70 Pine Street  
New York, New York 10270

Vice President & Assistant  
Comptroller

Kenneth B. Cornell  
70 Pine Street  
New York, New York 10270

Vice President

Brian S. Frisch  
70 Pine Street  
New York, New York 10270

Vice President & Assistant  
Comptroller

Kumar Gursahaney  
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Vice President & Comptroller

John G. Hughes  
70 Pine Street  
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Vice President

Shaun E. Kelly  
70 Pine Street  
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Vice President

Dee R. Klock  
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Vice President

Robert B. Meyer  
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Vice President

Christian M. Milton  
70 Pine Street  
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Vice President

Clifford P. Moore  
70 Pine Street  
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Vice President

Win J. Neuger  
70 Pine Street  
New York, New York 10270

Vice President

David B. Pinkerton  
70 Pine Street  
New York, New York 10270

Vice President

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Elizabeth M. Tuck  
70 Pine Street  
New York, New York 10270

Secretary

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NEW HAMPSHIRE INSURANCE COMPANY

DIRECTORS

Michael J. Castelli	American International Group, Inc. 70 Pine Street New York, New York 10270
Evan G. Greenberg	American International Group, Inc. 70 Pine Street New York, New York 10270
M.R. Greenberg	American International Group, Inc. 70 Pine Street New York, New York 10270
Edwin A.G. Manton	American International Group, Inc. 70 Pine Street New York, New York 10270
Edward E. Matthews	American International Group, Inc. 70 Pine Street New York, New York 10270
Win J. Neuger	American International Group, Inc. 70 Pine Street New York, New York 10270
Theodore J. Rupley	American International Group, Inc. 70 Pine Street New York, New York 10270
Robert M. Sandler	American International Group, Inc. 70 Pine Street New York, New York 10270
Howard I. Smith	American International Group, Inc. 70 Pine Street New York, New York 10270
Thomas R. Tizzio	American International Group, Inc. 70 Pine Street New York, New York 10270

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NEW HAMPSHIRE INSURANCE COMPANY

EXECUTIVE OFFICERS

Theodore J. Rupley 70 Pine Street New York, New York 10270	Chairman of the Board & President
Michael J. Castelli 70 Pine Street New York, New York 10270	Senior Vice President & Treasurer
Alan G. Driscoll 70 Pine Street New York, New York 10270	Senior Vice President
Robert Beier 70 Pine Street New York, New York 10270	Vice President
John J. Blumenstock 70 Pine Street	Vice President & Assistant Comptroller

New York, New York 10270

John G. Colona  
70 Pine Street  
New York, New York 10270

Vice President

Frank H. Douglas, Jr.  
70 Pine Street  
New York, New York 10270

Vice President

Thomas M. Flaherty  
70 Pine Street  
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Vice President

Richard G. Friesenhahn  
70 Pine Street  
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Vice President

Brian S. Frisch  
70 Pine Street  
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Vice President & Assistant Comptroller

Kumar Gursahaney  
70 Pine Street  
New York, New York 10270

Vice President & Comptroller

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Dee R. Klock  
70 Pine Street  
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Vice President

Anthony J. Kyasky  
70 Pine Street  
New York, New York 10270

Vice President

Edward E. Matthews  
70 Pine Street  
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Vice President

Robert B. Meyer  
70 Pine Street  
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Vice President

Christian M. Milton  
70 Pine Street  
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Vice President

Win J. Neuger  
70 Pine Street  
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Vice President

David B. Pinkerton  
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Vice President

Marc D. Vivori  
70 Pine Street  
New York, New York 10270

Vice President

David J. Walsh  
70 Pine Street  
New York, New York 10270

Vice President & General Counsel

Elizabeth M. Tuck  
70 Pine Street  
New York, New York 10270

Secretary

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NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH, PA

DIRECTORS

Michael J. Castelli	American Home Assurance Company 70 Pine Street New York, New York 10270
Charles Dangelo	American International Group, Inc. 70 Pine Street New York, New York 10270
Evan G. Greenberg	American International Group, Inc. 70 Pine Street New York, New York 10270
M.R. Greenberg	American International Group, Inc. 70 Pine Street New York, New York 10270
John G. Hughes	American Home Assurance Company 70 Pine Street New York, New York 10270
David M. Hupp	American Home Assurance Company 70 Pine Street New York, New York 10270
Edwin A.G. Manton	American International Group, Inc. 70 Pine Street New York, New York 10270
Edward E. Matthews	American International Group, Inc. 70 Pine Street New York, New York 10270
Christian M. Milton	American International Group, Inc. 70 Pine Street New York, New York 10270
Michael Mitrovic	American International Group, Inc. 70 Pine Street New York, New York 10270
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Kristian P. Moor	American International Group, Inc., 70 Pine Street New York, New York 10270
Win J. Neuger	American International Group, Inc. 70 Pine Street New York, New York 10270
Robert M. Sandler	American International Group, Inc. 70 Pine Street New York, New York 10270
B. Michael Schlenke	American International Group, Inc. 70 Pine Street New York, New York 10270
Thomas R. Tizzio	American International Group, Inc. 70 Pine Street New York, New York 10270

NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH, PA

EXECUTIVE OFFICERS

Thomas R. Tizzio 70 Pine Street New York, New York 10270	Chairman of the Board
Kristian P. Moor 70 Pine Street New York, New York 10270	President
B. Michael Schlenke 70 Pine Street New York, New York 10270	Executive Vice President
Lawrence W. Calstrom 70 Pine Street New York, New York 10270	Senior Vice President
Michael J. Castelli 70 Pine Street New York, New York 10270	Senior Vice President
Frank H. Douglas Jr. 70 Pine Street New York, New York 10270	Senior Vice President
David M. Hupp 70 Pine Street New York, New York 10270	Senior Vice President
Vincent J. Masucci 777 S. Figueroa Street 18th Floor Los Angeles, California 90017	Senior Vice President
Edward E. Matthews 70 Pine Street New York, New York 10270	Senior Vice President
Christian M. Milton 70 Pine Street New York, New York 10270	Senior Vice President
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Michael Mitrovic 70 Pine Street New York, New York 10270	Senior Vice President
David J. Walsh 70 Pine Street New York, New York 10270	Senior Vice President & General Counsel
Mark T. Willis 500 W. Madison Street Chicago, Illinois 60661	Senior Vice President
Robert Beier 70 Pine Street New York, New York 10270	Vice President
John J. Blumenstock 70 Pine Street New York, New York 10270	Vice President & Assistant Comptroller
John G. Colona 70 Pine Street New York, New York 10270	Vice President

Robert K. Conry  
70 Pine Street  
New York, New York 10270

Vice President

Gregory J. Flood  
70 Pine Street  
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Vice President

Brian S. Frisch  
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New York, New York 10270

Vice President & Assistant  
Comptroller

Kumar Gursahaney  
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Vice President  
& Comptroller

Harold S. Jacobowitz  
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Vice President

Dee R. Klock  
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Vice President

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Donn R. Kolbeck  
70 Pine Street  
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Vice President

Louis Lubrano  
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Vice President

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Vice President

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Vice President

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Vice President

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David B. Pinkerton  
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Vice President

Elizabeth M. Tuck  
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Secretary

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